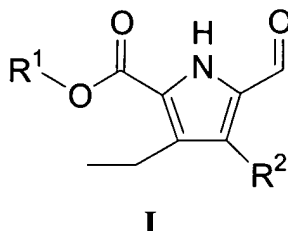


## AMENDMENTS TO THE CLAIMS

### In the claims:

1. (Currently Amended) A compound of Formula I:



wherein

R<sup>1</sup> is selected from 1) ~~substituted or unsubstituted C<sub>1</sub>-C<sub>10</sub> alkyl~~ tert-butyl, 2) ~~substituted or unsubstituted~~ aryl, 3) ~~substituted or unsubstituted~~ heterocyclyl, and or 4) ~~substituted or unsubstituted~~ C<sub>3</sub>-C<sub>10</sub> cycloalkyl; wherein the carbon atoms of the tert-butyl, aryl, heterocyclyl or cycloalkyl are optionally substituted with 1 to 3 substituents selected from halo, C<sub>1</sub>-C<sub>20</sub> alkyl, CF<sub>3</sub>, NH<sub>2</sub>, N(C<sub>1</sub>-C<sub>6</sub> alkyl)<sub>2</sub>, NO<sub>2</sub>, oxo, CN, N<sub>3</sub>, -OH, -O(C<sub>1</sub>-C<sub>6</sub> alkyl), C<sub>3</sub>-C<sub>10</sub> cycloalkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl, C<sub>2</sub>-C<sub>6</sub> alkynyl, (C<sub>0</sub>-C<sub>6</sub> alkyl) S(O)<sub>0-2</sub>-, (C<sub>0</sub>-C<sub>6</sub> alkyl)S(O)<sub>0-2</sub>(C<sub>0</sub>-C<sub>6</sub> alkyl)-, (C<sub>0</sub>-C<sub>6</sub> alkyl)C(O)NH-, H<sub>2</sub>N-C(NH)-, -O(C<sub>1</sub>-C<sub>6</sub> alkyl)CF<sub>3</sub>, (C<sub>0</sub>-C<sub>6</sub> alkyl)C(O)-, (C<sub>0</sub>-C<sub>6</sub> alkyl)OC(O)-, (C<sub>0</sub>-C<sub>6</sub> alkyl)O(C<sub>1</sub>-C<sub>6</sub> alkyl)-, (C<sub>0</sub>-C<sub>6</sub> alkyl)C(O)<sub>1-2</sub>(C<sub>0</sub>-C<sub>6</sub> alkyl)-, (C<sub>0</sub>-C<sub>6</sub> alkyl)OC(O)NH-, aryl, aralkyl, heterocycle, heterocyclylalkyl, halo-aryl, halo-aralkyl, halo-heterocycle, halo-heterocyclylalkyl, cyano-aryl, cyano-aralkyl, cyano-heterocycle or cyano-heterocyclylalkyl;

R<sup>2</sup> is selected from 1) halogen, 2) ~~substituted or unsubstituted~~ C<sub>1</sub>-C<sub>10</sub> alkyl, 3) ~~substituted or unsubstituted~~ C<sub>2</sub>-C<sub>10</sub> alkynyl, 4) ~~substituted or unsubstituted~~ phenyl, and or 5) ~~substituted or unsubstituted~~ heterocyclyl selected from pyridyl, benzofuranyl, isoxazolyl, furyl, pyrrolyl, and or thienyl; wherein the carbon atoms of said alkyl, alkynyl, phenyl, and heterocyclyl is are optionally substituted with one or more of R<sup>3</sup>;

R<sup>3</sup> is independently selected from 1) halogen, 2) -OR<sup>4</sup>, 3) ~~substituted or unsubstituted~~ C<sub>1</sub>-C<sub>10</sub> alkyl, 4) ~~substituted or unsubstituted~~ C<sub>3</sub>-C<sub>10</sub> cycloalkyl, 5) ~~substituted or unsubstituted~~ aryl, 6)

~~substituted or unsubstituted~~ aralkyl, 7) ~~substituted or unsubstituted~~ heterocyclyl, 8) -C(O)R<sup>4</sup>, 9) -C(O)OR<sup>4</sup>, 10) -CN, ~~and or~~ 11) -NO<sub>2</sub>; wherein the carbon atoms of said alkyl, aryl, aralkyl, heterocyclyl or cycloalkyl are optionally substituted with 1 to 3 substituents selected from halo, C<sub>1</sub>-C<sub>20</sub> alkyl, CF<sub>3</sub>, NH<sub>2</sub>, N(C<sub>1</sub>-C<sub>6</sub> alkyl)<sub>2</sub>, NO<sub>2</sub>, oxo, CN, N<sub>3</sub>, -OH, -O(C<sub>1</sub>-C<sub>6</sub> alkyl), C<sub>3</sub>-C<sub>10</sub> cycloalkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl, C<sub>2</sub>-C<sub>6</sub> alkynyl, (C<sub>0</sub>-C<sub>6</sub> alkyl) S(O)<sub>0-2</sub>-, (C<sub>0</sub>-C<sub>6</sub> alkyl)S(O)<sub>0-2</sub>(C<sub>0</sub>-C<sub>6</sub> alkyl)-, (C<sub>0</sub>-C<sub>6</sub> alkyl)C(O)NH-, H<sub>2</sub>N-C(NH)-, -O(C<sub>1</sub>-C<sub>6</sub> alkyl)CF<sub>3</sub>, (C<sub>0</sub>-C<sub>6</sub> alkyl)C(O)-, (C<sub>0</sub>-C<sub>6</sub> alkyl)OC(O)-, (C<sub>0</sub>-C<sub>6</sub> alkyl)O(C<sub>1</sub>-C<sub>6</sub> alkyl)-, (C<sub>0</sub>-C<sub>6</sub> alkyl)C(O)<sub>1-2</sub>(C<sub>0</sub>-C<sub>6</sub> alkyl)-, (C<sub>0</sub>-C<sub>6</sub> alkyl)OC(O)NH-, aryl, aralkyl, heterocycle, heterocyclylalkyl, halo-aryl, halo-aralkyl, halo-heterocycle, halo-heterocyclylalkyl, cyano-aryl, cyano-aralkyl, cyano-heterocycle or cyano-heterocyclylalkyl;

R<sup>4</sup> is independently selected from 1) hydrogen, 2) ~~substituted or unsubstituted~~ C<sub>1</sub>-C<sub>10</sub> alkyl, 3) ~~substituted or unsubstituted~~ C<sub>2</sub>-C<sub>10</sub> alkenyl, 4) ~~substituted or unsubstituted~~ C<sub>2</sub>-C<sub>10</sub> alkynyl, 5) ~~substituted or unsubstituted~~ aryl, and ~~or~~ 6) ~~substituted or unsubstituted~~ heterocyclyl; wherein the carbon atoms of the alkyl, alkenyl, alkynyl, aryl, heterocyclyl are optionally substituted with 1 to 3 substituents selected from halo, C<sub>1</sub>-C<sub>20</sub> alkyl, CF<sub>3</sub>, NH<sub>2</sub>, N(C<sub>1</sub>-C<sub>6</sub> alkyl)<sub>2</sub>, NO<sub>2</sub>, oxo, CN, N<sub>3</sub>, -OH, -O(C<sub>1</sub>-C<sub>6</sub> alkyl), C<sub>3</sub>-C<sub>10</sub> cycloalkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl, C<sub>2</sub>-C<sub>6</sub> alkynyl, (C<sub>0</sub>-C<sub>6</sub> alkyl) S(O)<sub>0-2</sub>-, (C<sub>0</sub>-C<sub>6</sub> alkyl)S(O)<sub>0-2</sub>(C<sub>0</sub>-C<sub>6</sub> alkyl)-, (C<sub>0</sub>-C<sub>6</sub> alkyl)C(O)NH-, H<sub>2</sub>N-C(NH)-, -O(C<sub>1</sub>-C<sub>6</sub> alkyl)CF<sub>3</sub>, (C<sub>0</sub>-C<sub>6</sub> alkyl)C(O)-, (C<sub>0</sub>-C<sub>6</sub> alkyl)OC(O)-, (C<sub>0</sub>-C<sub>6</sub> alkyl)O(C<sub>1</sub>-C<sub>6</sub> alkyl)-, (C<sub>0</sub>-C<sub>6</sub> alkyl)C(O)<sub>1-2</sub>(C<sub>0</sub>-C<sub>6</sub> alkyl)-, (C<sub>0</sub>-C<sub>6</sub> alkyl)OC(O)NH-, aryl, aralkyl, heterocycle, heterocyclylalkyl, halo-aryl, halo-aralkyl, halo-heterocycle, halo-heterocyclylalkyl, cyano-aryl, cyano-aralkyl, cyano-heterocycle or cyano-heterocyclylalkyl;

or a pharmaceutically acceptable salt or stereoisomer thereof.

2. (Currently Amended) The compound according to Claim 1,  
wherein

R<sup>1</sup> is tert-butyl, and the carbon atoms of said tert-butyl are optionally substituted with 1 to 3 substituents selected from halo, C<sub>1</sub>-C<sub>20</sub> alkyl, CF<sub>3</sub>, NH<sub>2</sub>, N(C<sub>1</sub>-C<sub>6</sub> alkyl)<sub>2</sub>, NO<sub>2</sub>, oxo, CN, N<sub>3</sub>, -OH, -O(C<sub>1</sub>-C<sub>6</sub> alkyl), C<sub>3</sub>-C<sub>10</sub> cycloalkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl, C<sub>2</sub>-C<sub>6</sub> alkynyl, (C<sub>0</sub>-C<sub>6</sub> alkyl) S(O)<sub>0-2</sub>-, (C<sub>0</sub>-C<sub>6</sub> alkyl)S(O)<sub>0-2</sub>(C<sub>0</sub>-C<sub>6</sub> alkyl)-, (C<sub>0</sub>-C<sub>6</sub> alkyl)C(O)NH-, H<sub>2</sub>N-C(NH)-, -O(C<sub>1</sub>-C<sub>6</sub> alkyl)CF<sub>3</sub>, (C<sub>0</sub>-C<sub>6</sub> alkyl)C(O)-, (C<sub>0</sub>-C<sub>6</sub> alkyl)OC(O)-, (C<sub>0</sub>-C<sub>6</sub> alkyl)O(C<sub>1</sub>-C<sub>6</sub> alkyl)-, (C<sub>0</sub>-C<sub>6</sub>

alkyl)C(O)1-2(C<sub>0</sub>-C<sub>6</sub> alkyl)-, (C<sub>0</sub>-C<sub>6</sub> alkyl)OC(O)NH-, aryl, aralkyl, heterocycle, heterocyclylalkyl, halo-aryl, halo-aralkyl, halo-heterocycle, halo-heterocyclylalkyl, cyano-aryl, cyano-aralkyl, cyano-heterocycle or cyano-heterocyclylalkyl;  
~~substituted or unsubstituted C<sub>1</sub>-C<sub>6</sub> alkyl;~~

R<sup>2</sup> is selected from 1) halogen, 2) ~~substituted or unsubstituted~~ C<sub>2</sub>-C<sub>10</sub> alkynyl, 3) ~~substituted or unsubstituted~~ phenyl, and 4) ~~substituted or unsubstituted~~ heterocyclyl selected from pyridyl, benzofuranyl, isoxazolyl, furyl, pyrrolyl, ~~and or~~ thienyl;  
wherein the carbon atoms of said alkynyl, phenyl, and heterocyclyl is are optionally substituted with one or more of R<sup>3</sup>;

or a pharmaceutically acceptable salt or stereoisomer thereof.

3. (Original) The compound according to Claim 2,  
wherein

R<sup>2</sup> is halogen;

or a pharmaceutically acceptable salt or stereoisomer thereof.

4. (Currently Amended) A compound selected from

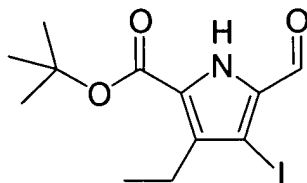
tert-butyl 3-ethyl-5-formyl-4-iodo-1H-pyrrole-2-carboxylate;  
tert-butyl 3-ethyl-5-formyl-4-(pyridin-2-ylethynyl)-1H-pyrrole-2-carboxylate;  
tert-butyl 3-ethyl-5-formyl-4-(6-methoxypyridin-2-yl)-1H-pyrrole-2-carboxylate;  
tert-butyl 4-(1-benzofuran-2-yl)-3-ethyl-5-formyl-1H-pyrrole-2-carboxylate;  
tert-butyl 4-(3,5-dimethylisoxazol-4-yl)-3-ethyl-5-formyl-1H-pyrrole-2-carboxylate;  
tert-butyl 4-(4-fluorophenyl)-3-ethyl-5-formyl-1H-pyrrole-2-carboxylate;  
tert-butyl 4-(4-chlorophenyl)-3-ethyl-5-formyl-1H-pyrrole-2-carboxylate;  
tert-butyl 3-ethyl-5-formyl-4-(5-formyl-2-furyl)-1H-pyrrole-2-carboxylate;  
tert-butyl 3-ethyl-5-formyl-4-phenyl-1H-pyrrole-2-carboxylate;  
di(tert-butyl) 4'-ethyl-2'-formyl-1H,1'H-2,3'-bipyrrole-1,5'-dicarboxylate;  
tert-butyl 3-ethyl-5-formyl-4-(2-formylthien-3-yl)-1H-pyrrole-2-carboxylate;

tert-butyl 4-(4-cyanophenyl)-3-ethyl-5-formyl-1H-pyrrole-2-carboxylate;  
~~ethyl 3-ethyl-5-formyl-4-methyl-1H-pyrrole-2-carboxylate;~~  
ethyl 3,4-diethyl-5-formyl-1H-pyrrole-2-carboxylate;  
tert-butyl 3-ethyl-5-formyl-4-(4-nitrophenyl)-1H-pyrrole-2-carboxylate;  
tert-butyl 3-ethyl-5-formyl-4-[4-(methoxycarbonyl)phenyl]-1H-pyrrole-2-carboxylate;  
tert-butyl 4-(2-cyanophenyl)-3-ethyl-5-formyl-1H-pyrrole-2-carboxylate;  
tert-butyl 4-(3-cyanophenyl)-3-ethyl-5-formyl-1H-pyrrole-2-carboxylate;  
tert-butyl 4-(3-chlorophenyl)-3-ethyl-5-formyl-1H-pyrrole-2-carboxylate;  
tert-butyl 4-(2,6-difluorophenyl)-3-ethyl-5-formyl-1H-pyrrole-2-carboxylate;  
tert-butyl 3-ethyl-5-formyl-4-(5-methyl-2-furyl)-1H-pyrrole-2-carboxylate;  
tert-butyl 3-ethyl-5-formyl-4-(4-methylphenyl)-1H-pyrrole-2-carboxylate;  
tert-butyl 3-ethyl-5-formyl-4-(3-methylphenyl)-1H-pyrrole-2-carboxylate;  
tert-butyl 3-ethyl-5-formyl-4-(2-methylphenyl)-1H-pyrrole-2-carboxylate;  
tert-butyl 3-ethyl-5-formyl-4-thien-3-yl-1H-pyrrole-2-carboxylate;  
tert-butyl 3-ethyl-5-formyl-4-thien-2-yl-1H-pyrrole-2-carboxylate;  
tert-butyl 3-ethyl-5-formyl-4-(4-methoxyphenyl)-1H-pyrrole-2-carboxylate;  
tert-butyl 3-ethyl-5-formyl-4-(3-methoxyphenyl)-1H-pyrrole-2-carboxylate;  
tert-butyl 3-ethyl-5-formyl-4-(2-methoxyphenyl)-1H-pyrrole-2-carboxylate;

or a pharmaceutically acceptable salts or stereoisomer thereof.

5. (Original) The compound according to Claim 4 that is

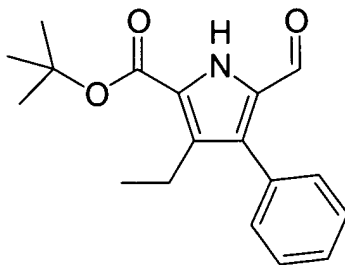
tert-butyl 3-ethyl-5-formyl-4-iodo-1H-pyrrole-2-carboxylate



or a pharmaceutically acceptable salt or stereoisomer thereof.

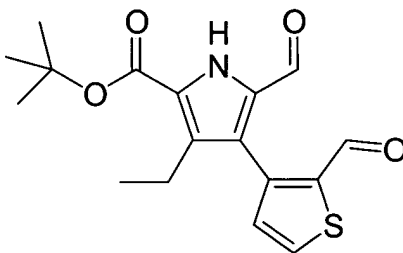
6. (Original) The compound according to Claim 4 that is

tert-butyl 3-ethyl-5-formyl-4-phenyl-1H-pyrrole-2-carboxylate



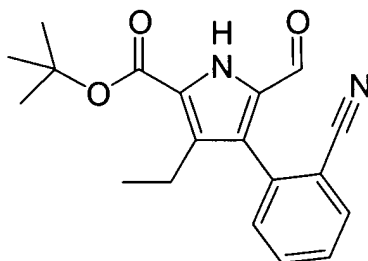
or a pharmaceutically acceptable salt or stereoisomer thereof.

7. (Original) The compound according to Claim 4 that is  
tert-butyl 3-ethyl-5-formyl-4-(2-formylthien-3-yl)-1H-pyrrole-2-carboxylate



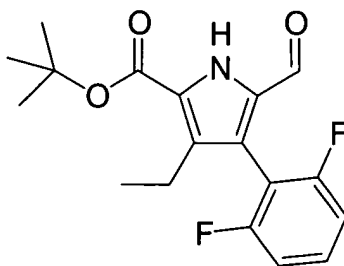
or a pharmaceutically acceptable salt or stereoisomer thereof.

8. (Original) The compound according to Claim 4 that is  
tert-butyl 4-(2-cyanophenyl)-3-ethyl-5-formyl-1H-pyrrole-2-carboxylate



or a pharmaceutically acceptable salt or stereoisomer thereof.

9. (Original) The compound according to Claim 4 that is  
tert-butyl 4-(2,6-difluorophenyl)-3-ethyl-5-formyl-1H-pyrrole-2-carboxylate



or a pharmaceutically acceptable salt or stereoisomer thereof.

10. (Original) A pharmaceutical composition which is comprised of a compound in accordance with Claim 1 and a pharmaceutically acceptable carrier.

11. (Cancelled)

12. (Cancelled)

13. (Cancelled)

14. (Cancelled)

15. (Cancelled)

16. (Cancelled)

17. (Cancelled)

18. (Withdrawn) A method of treating cancer in a mammal in need of such treatment comprising administering to said mammal a therapeutically effective amount of a compound of Claim 1.

19. (Cancelled)